

MARVEL  
TEAM-UP

MARVEL COMICS GROUP™



20¢ 15  
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# MARVEL TEAM-UP

FEATURING

# SPIDER-MAN AND THE GHOST RIDER

GOOD  
LORD!  
I'LL NEVER  
STOP THIS  
TRAIN--  
IN TIME!

SPIDER-MAN!  
REACH OUT--  
GRAB MY HAND--  
OR YOU'VE  
HAD IT!!

NO! GET  
OFF THE  
TRACKS--  
BEFORE  
YOU'RE  
KILLED,  
TOO!

IT'S--  
TOO LATE  
FOR ME!  
**TOO LATE!**





Stan Lee PRESENTS: **SPIDEY and the GHOST RIDER--TOGETHER!**

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# IF AN EYE OFFEND THEE...

**GHOST RIDER'S**  
**MOTORCYCLE EXTRAVAGANZA**  
THE IMPOSSIBLE  
HAPPENS  
IN EVERY  
PERFORMANCE!

THE NEW MADISON SQUARE  
GARDEN: SPACIOUS HOME OF  
CIRCUSES AND SPORTS SPECTACULARS,  
ROCK REVIVALS AND RELIGIOUS  
EXPERIENCES--

--AND TONIGHT,  
HOST TO ONE  
**MARY JANE**  
**WATSON** AND  
HER MOST  
UNIQUE ESCORT  
--A GENT NAMED  
**PETER**  
**PARKER--**

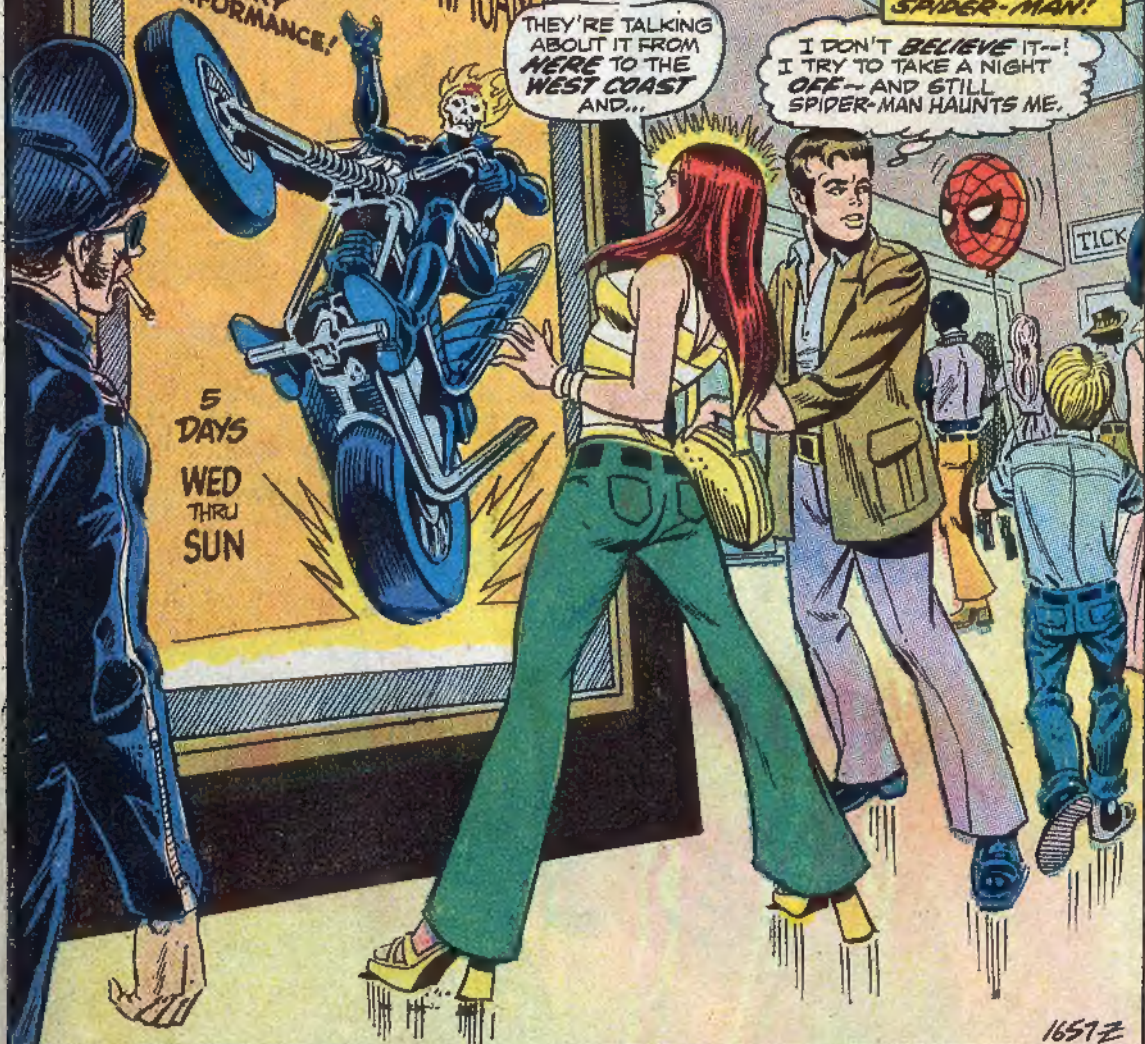
--ALSO KNOWN AS--  
**SPIDER-MAN!**

YOU'LL  
LOVE THIS  
SHOW, PETEY--  
I KNOW  
YOU WILL.

THEY'RE TALKING  
ABOUT IT FROM  
HERE TO THE  
WEST COAST  
AND...

I DON'T BELIEVE IT--!  
I TRY TO TAKE A NIGHT  
OFF-- AND STILL  
SPIDER-MAN HAUNTS ME.

5  
DAYS  
WED  
THRU  
SUN



1657Z



PETER PARKER--  
YOU'RE NOT EVEN  
LISTENING TO ME--

--BUT YOU'RE GOING  
TO ENJOY YOURSELF  
TONIGHT--IF I HAVE  
TO FORCE YOU!

NOW C'MON--LET'S  
FIND THE TICKET  
BOOTH.

OH, BY THE  
WAY... YOU'RE  
TREATING.

GOOD OLD MARY  
JANE-- NEVER A  
DULL MOMENT--  
BUT TONIGHT,  
MAYBE SHE'S  
RIGHT!

I REALLY DO NEED  
TO WIND DOWN SOME--  
ESPECIALLY AFTER  
THAT CAPER  
WITH THE  
KANGAROO!\*

\*SEEN IN ALL ITS  
DRAMATIC DETAIL IN THE  
AMAZING SPIDEY #10. --RT.

TIME WAS I OWNED A  
CYCLE OF MY OWN--  
SO MAYBE I CAN GET  
INTO ENJOYING THIS  
SIDESHOW, AFTER ALL--

THERE'S OUR  
SEATS! HURRY  
UP, PETER--

--THE SHOW'S  
ABOUT TO  
START--

--AND I DON'T  
WANT TO MISS  
A MINUTE  
OF IT!

A MUSH FALLS  
OVER THE CROWD  
THEN-- AS THE  
MECHANICAL GONG  
OF THE ANNOUNCER'S  
VOICE FILLS THE  
SPRAWLING HALL--

--AND, AS THE  
HOUSE LIGHTS DIM,  
HE COMES--  
CHARGING FORWARD  
INTO A THIN SLIVER  
OF LIGHT--

HIS BODY IS GARBED IN SHINING BLACK  
LEATHER; HIS HEAD IS A BLAZING  
SKULL; AND HE HANDLES THE  
RAGING MACHINE BENEATH HIM  
AS IF IT WERE A SIMPLE  
CHILD'S TOY--

THE AUDIENCE SITS IN  
STUNNED SILENCE--  
AND THIS IS AS IT  
SHOULD BE-- FOR THEY  
WILL WITNESS GENIUS  
THIS NIGHT--

THEY WILL WATCH THE  
GHOST RIDER IN  
ACTION!



SILENCE PREVAILS AS THE SKULL-HEADED CYCLIST ROARS ONCE AROUND THE ARCHA-- HIS FRONT WHEEL RAISED IN RESPECTFUL SALUTE TO THOSE WHO OBSERVE HIM--

--UNTIL, AS IN THE OLD SAYING, THE CROWD GOES WILD!

LISTEN TO THAT APPLAUSE. THEY LOVE ME!

MAYBE COMING BACK TO THE "GARDEN" WAS THE RIGHT THING TO DO.

COULDN'T LET CRASH SIMPSON'S DEATH AND THE GHOST RIDER'S BIRTH KEEP ME AWAY FROM HERE FOREVER!\*

\*IN THE FULL STORY WAS EXPLAINED IN MARVEL SPOTLIGHT #5--R.T.

WHILE, IN THE GRANDSTANDS...

HEY... THIS ISN'T GONNA BE HALF AS BAD AS I THOUGHT--!

DON'T KNOW HOW HE MANAGES THE MAKE-UP--

--BUT THAT GHOST RIDER IS ONE IMPRESSIVE GENT!

AND HE'S ABOUT TO BECOME A GOOD DEAL MORE IMPRESSIVE, PETER-- AS HIS CYCLING SKILLS ARE TESTED BY...

BUT WHY DON'T WE LET THE ANNOUNCER EXPLAIN IT?

...NOW, FOR THE FIRST TIME ANYWHERE, JOHNNY BLAZE-- THE GHOST RIDER-- WILL RISK, NOT ONLY HIS OWN LIFE, BUT THE LIVES OF FOUR OTHERS--

--IN AN EXHIBITION OF MOTORCYCLE WIZARDRY THAT WILL ASTOUND AND AMAZE YOU!

LADIES AND GENTLEMEN, IF YOU WILL PLEASE REMAIN SEATED AND SILENT, WE PRESENT...

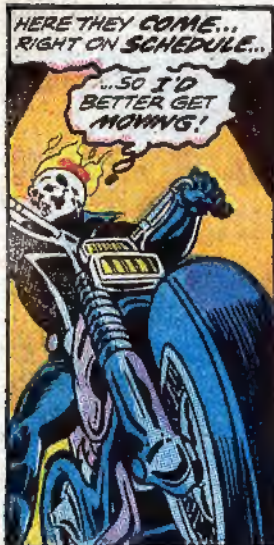
...THE GHOST RIDER... AND THE HEADSMAN'S RUN!

WUROOMM!

WUROOMM!

WUROOMM!



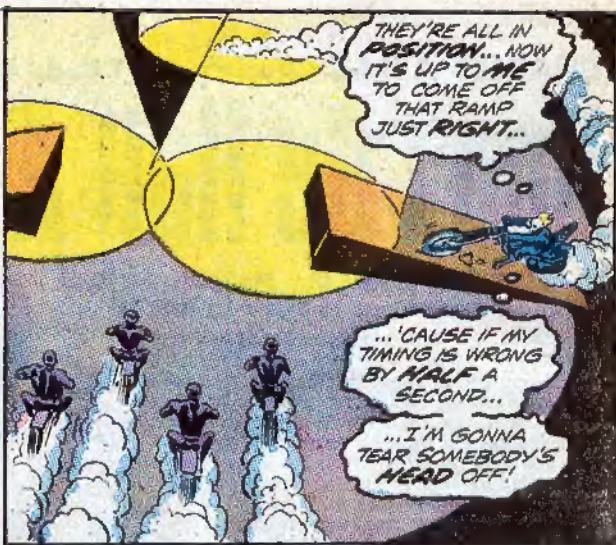


HERE THEY COME...  
RIGHT ON SCHEDULE...

...SO I'D  
BETTER GET  
MOVING!



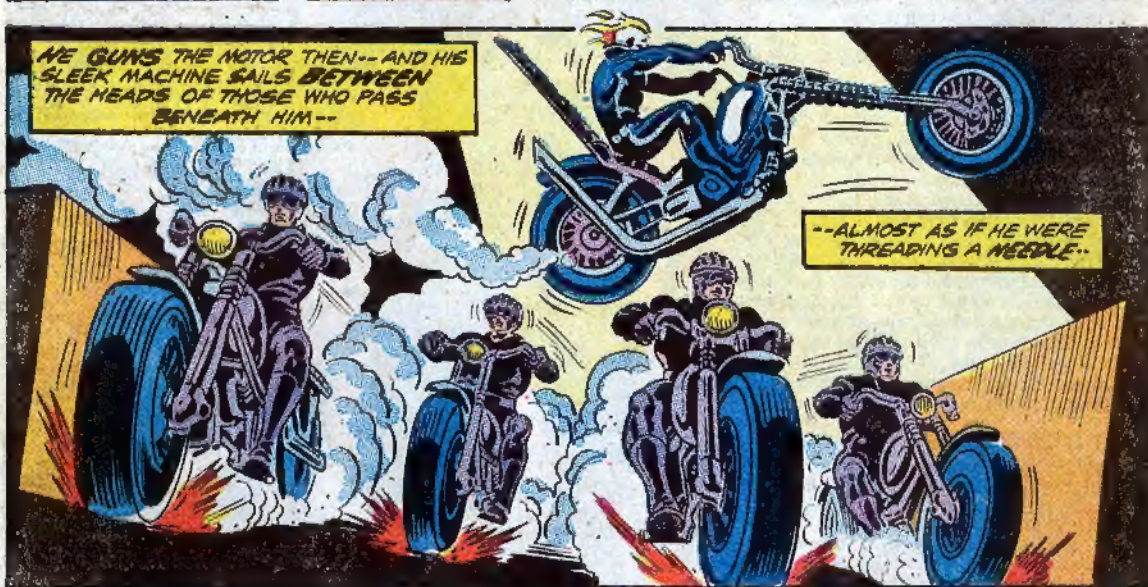
URAK  
WAKKK  
VVRROOOH!



THEY'RE ALL IN  
POSITION... NOW  
IT'S UP TO ME  
TO COME OFF  
THAT RAMP  
JUST RIGHT...

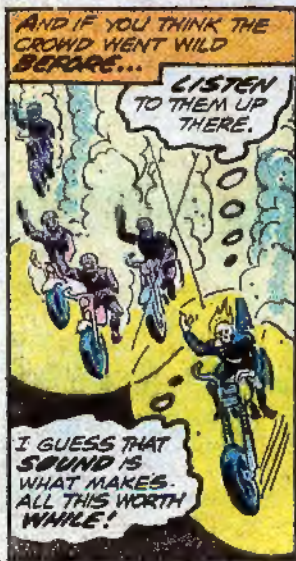
... 'CAUSE IF MY  
TIMING IS WRONG  
BY HALF A  
SECOND...

... I'M GONNA  
TEAR SOMEBODY'S  
HEAD OFF!



HE KICKS THE MOTOR THEN-- AND HIS  
SLEEK MACHINE SAILS BETWEEN  
THE HEADS OF THOSE WHO PASS  
BENEATH HIM--

--ALMOST AS IF HE WERE  
THREADING A NEEDLE--



AND IF YOU THINK THE  
CROWD WENT WILD  
BEFORE...

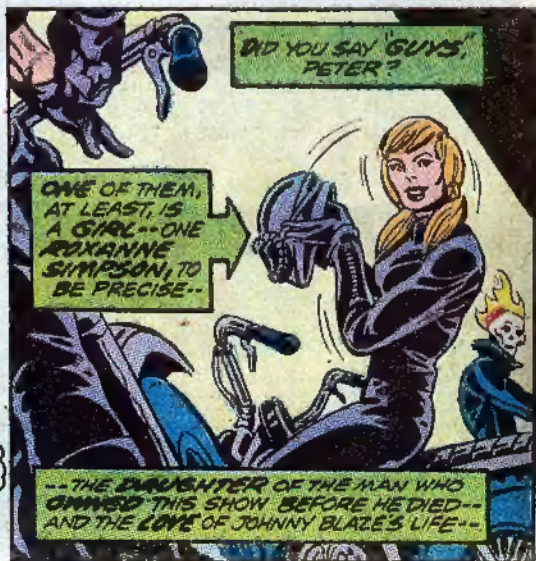
LISTEN  
TO THEM UP  
THERE.

I GUESS THAT  
SOUND IS  
WHAT MAKES  
ALL THIS WORTH  
WHILE!



OKAY, M.J.--  
YOU WIN!  
I'M GLAD  
I CAME!

THOSE GUYS  
ARE FLAT-OUT  
SENSATIONAL!



DID YOU SAY 'GUYS',  
PETER?

ONE OF THEM,  
AT LEAST, IS  
A GIRL--ONE  
ROXANNE  
SIMPSON, TO  
BE PRECISE--

--THE DAUGHTER OF THE MAN WHO  
OWNED THIS SHOW BEFORE HE DIED--  
AND THE LOVE OF JOHNNY BLAZE'S LIFE--



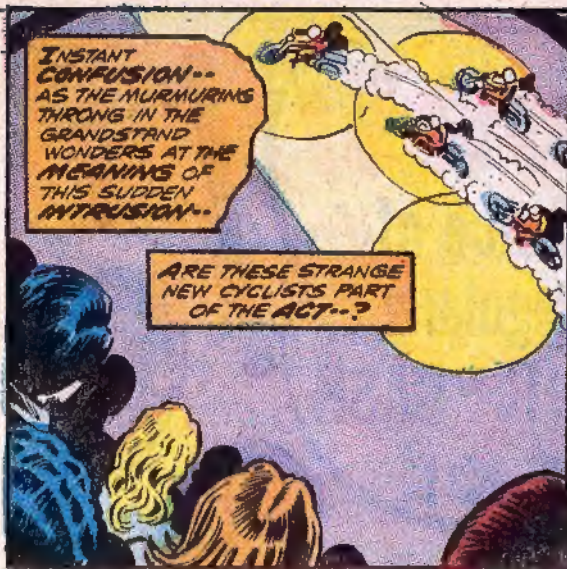
AND SPEAKING OF LIVES, PETER-- 'THOUGH YOURS IS TRAUMATIC, THE GHOST RIDER'S IS POSITIVELY STRANGE! FOR EXAMPLE:



WHAT IN--?

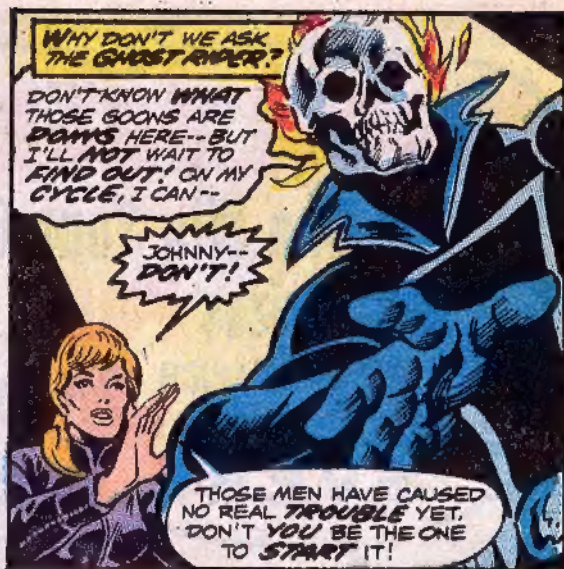






INSTANT  
CONFUSION--  
AS THE MURMURING  
THRONG IN THE  
GRANDSTAND  
WONDERS AT THE  
MEANING OF  
THIS SUDDEN  
INTRUSION--

ARE THESE STRANGE  
NEW CYCLISTS PART  
OF THE ACT--?

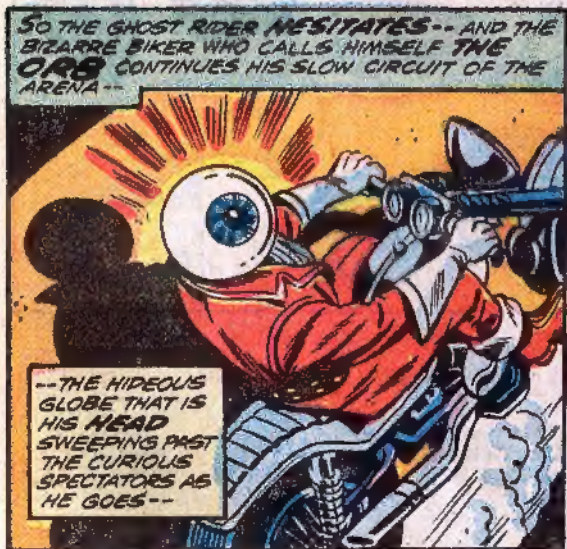


WHY DON'T WE ASK  
THE GHOST RIDER?

DON'T KNOW WHAT  
THOSE GOONS ARE  
DAMNS HERE-- BUT  
I'LL NOT WAIT TO  
FIND OUT-- ON MY  
CYCLE, I CAN--

JOHNNY--  
DON'T!

THOSE MEN HAVE CAUSED  
NO REAL TROUBLE YET.  
DON'T YOU BE THE ONE  
TO START IT!



SO THE GHOST RIDER HESITATES-- AND THE  
BIZARRE BIKER WHO CALLS HIMSELF THE  
ORB CONTINUES HIS SLOW CIRCUIT OF THE  
ARENA--

--THE HIDEOUS  
GLOBE THAT IS  
HIS HEAD  
SWEEPING PAST  
THE CURIOUS  
SPECTATORS AS  
HE GOES--



--AND ODDLY, MYSTERIOUSLY,  
THOSE THE ORB HAS  
BAZED UPON IN HIS  
PASSAGE GROW QUIET--  
AND UNBEARABLY STILL--



PETEY, I MAY BE  
CRAZY-- BUT I'VE  
GOT THE CREEPY  
FEELING SOMETHING'S  
WRONG DOWN THERE.



YEAH, I'VE GOT A  
CREEPY FEELING  
OF MY OWN, M.J.--

--'CAUSE MY  
SPIDER-SENSE  
IS TINGLING  
LIKE MAD AS  
THAT BIG EYE  
COMES NEAR!

BETTER NOT  
TRY TO COOK  
AT IT TILL I  
KNOW THE  
WHOLE  
SCORE.



WOW! LOOKS LIKE  
THE SCORE IS-- ORB: 1  
AUDIENCE: 0.

MARY JANE--  
AND ALL THE  
OTHERS THAT  
EYE-GUY  
LOOKED AT AS  
HE PASSED--  
ARE MESMER-  
IZED!

THEY'RE IN A  
COMPLETE STATE  
OF TRANCE!



THERE'S ONE GREAT  
ADVANTAGE TO  
BUYING SEATS IN  
THE **UPPER  
BALCONY**--

--NOBODY IS  
APT TO **SEE**  
YOU USE YOUR  
**WEBBING**  
TO PULL A  
STUNT LIKE  
**THIS!**

DOESN'T REALLY  
**MATTER**, THOUGH,  
THE FOLKS IN THE  
AUDIENCE ARE  
**BLOTTO**--

**THWAK!**

--AND THE GUYS  
IN THE ARENA ARE  
TOO **PREOCCUPIED**--  
TO NOTICE ME  
**RUNNING UP**  
TO THE **RAFTERS**--

--BUT AT  
LEAST UP  
HERE, IT'S  
**DARK**  
ENOUGH FOR  
ME TO HAVE A  
LITTLE **PRIVACY**--

--WHILE I  
CHANGE TO A  
CERTAIN  
FRIENDLY  
NEIGHBORHOOD  
**WEB-SLINGER!**

AND ON THE  
ARENA FLOOR...

JOHNNY,  
PLEASE--  
**COME BACK!**  
DON'T DO  
THIS!

I DON'T  
GET IT,  
GRANTED,  
ROXANNE'S  
**PURE-OF-  
HEART**--

--BUT SHE'S  
NEVER BEEN A  
**FANATIC**  
BEFORE!

WHY IS SHE SO  
AGAINST ME  
**STOPPING**  
THOSE CREEPS?

BUT IT LOOKS LIKE  
SHE NEEDN'T HAVE  
**WORRIED!** THESE  
CYCLE STUDS ARE  
**PACING ME**--

--HEDSING  
ME IN SO I  
CAN'T GO AFTER  
THE **BIG EYE-BALL**  
WHO **LEADS**  
THEM!

UH-OH--HE'S  
**VEERING  
OFF.**

I'VE GOT THE  
UNCOMFORTABLE  
FEELING **THE  
ORB** IS GOING  
AFTER SOME-  
THING  
**HIMSELF!**

AND WHAT **THE ORB**  
IS AFTER IS...

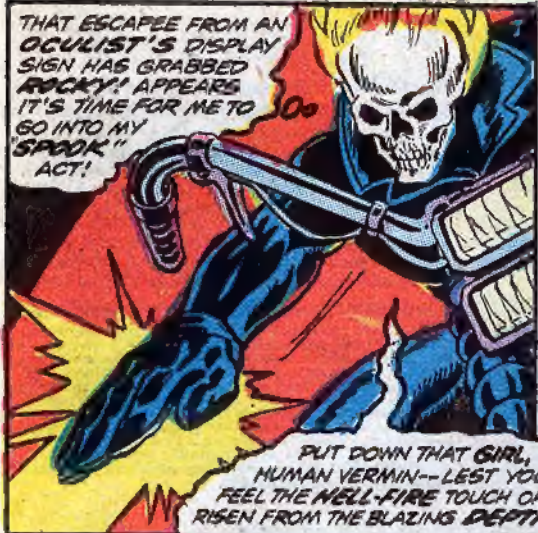
NO--  
**DON'T..!**

IT'S  
USELESS  
TO

**STRUGGLE,**  
MISS SIMPSON,  
YOU'RE MY  
**PRISONER**--

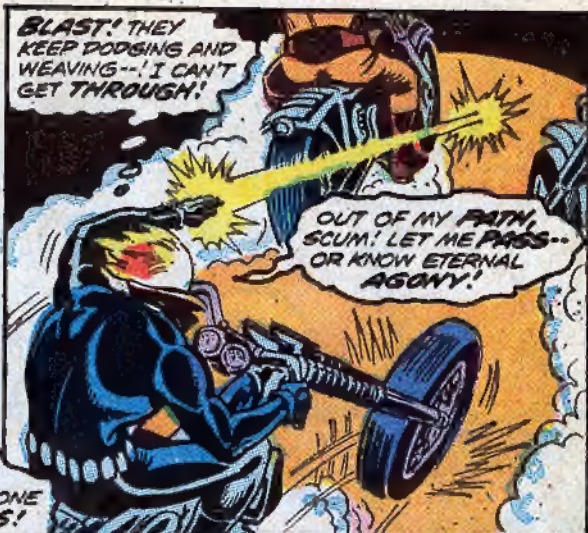
--AND  
YOU'LL DO  
WHAT I  
**SAY!**





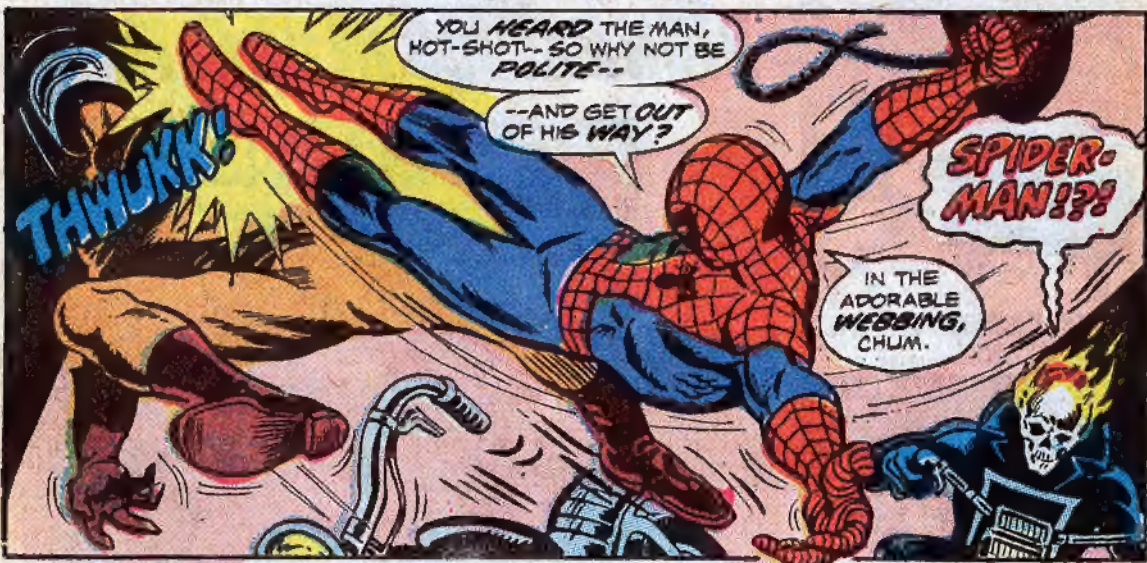
THAT ESCAPEE FROM AN OCULIST'S DISPLAY SIGN HAS GRABBED ROCKY! APPEARS IT'S TIME FOR ME TO GO INTO MY "SPARK" ACT!

PUT DOWN THAT GIRL, HUMAN VERMIN--LEST YOU FEEL THE HELL-FIRE TOUCH OF ONE RISEN FROM THE BLAZING DEPTHS!



BLAST! THEY KEEP DODGING AND WEAVING--! I CAN'T GET THROUGH!

OUT OF MY PATH, SCUM! LET ME PASS--OR KNOW ETERNAL AGONY!

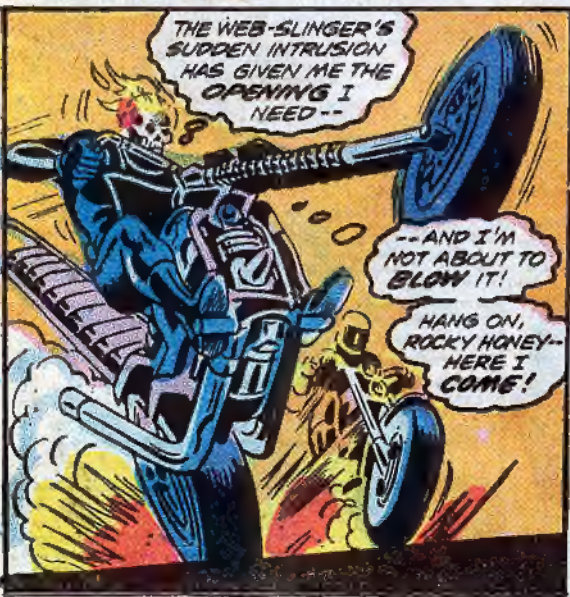


YOU HEARD THE MAN, HOT-SHOT-- SO WHY NOT BE POLITE--

--AND GET OUT OF HIS WAY?

SPIDER-MAN!??

IN THE ADORABLE WEBBING, CHUM.



THE WEB-SLINGER'S SUDDEN INTRUSION HAS GIVEN ME THE OPENING I NEED--

--AND I'M NOT ABOUT TO BLOW IT!

HANG ON, ROCKY HONEY-- HERE I COME!

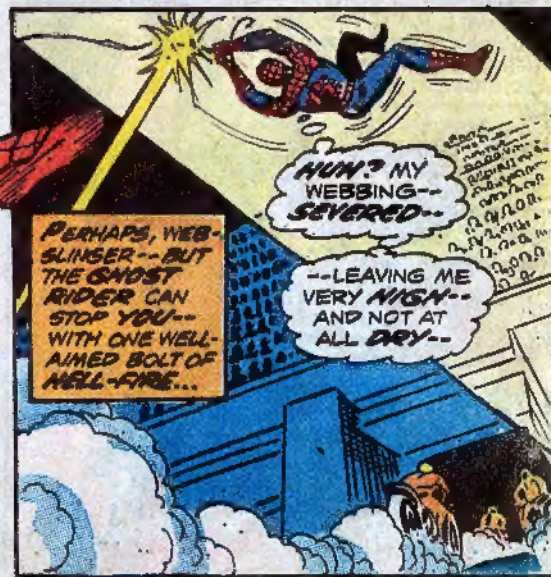
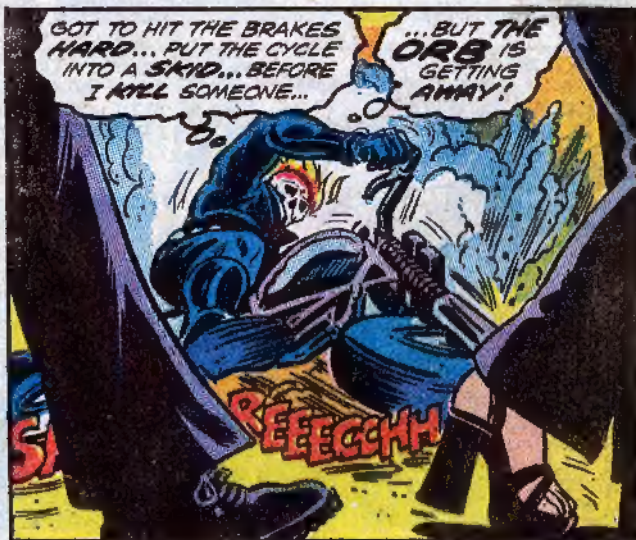
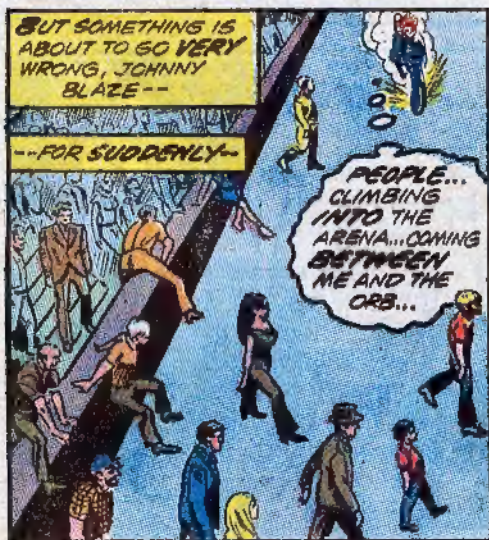


YOU SPEAK TOO SOON, GIRL-- MUCH TOO SOON!

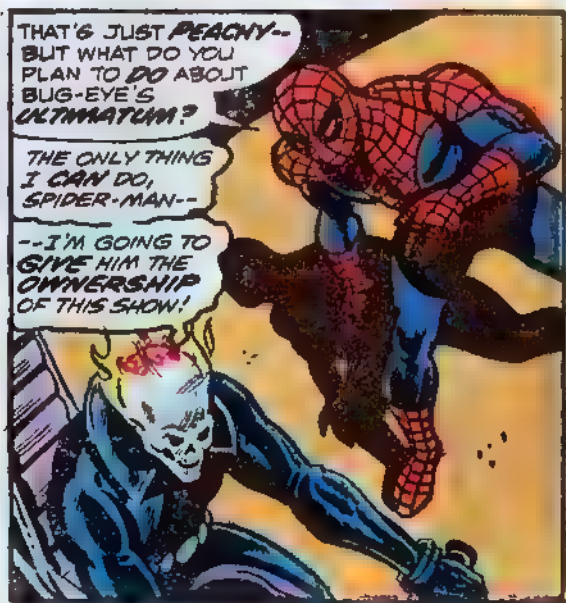
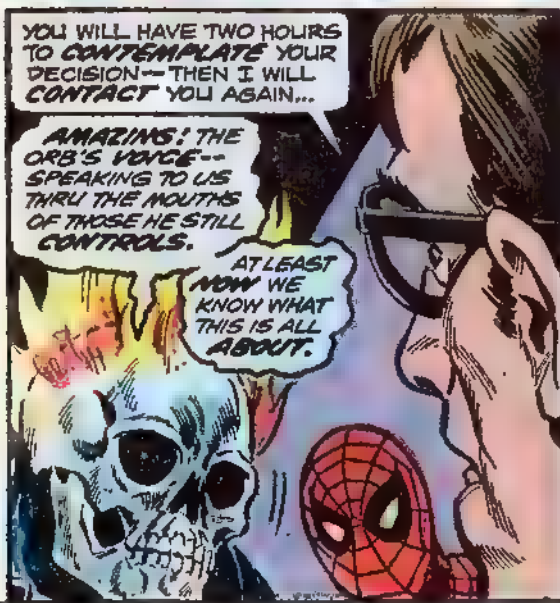
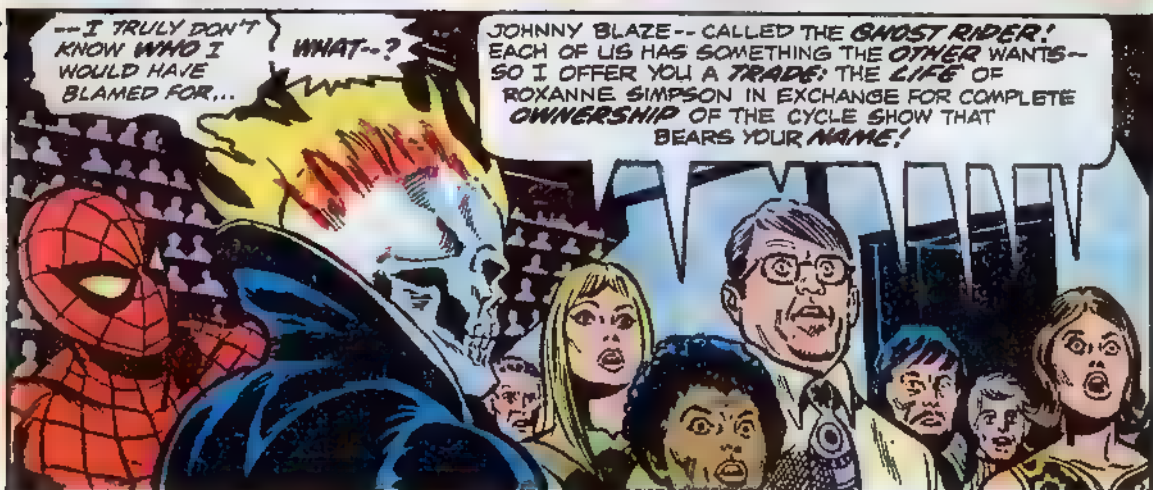
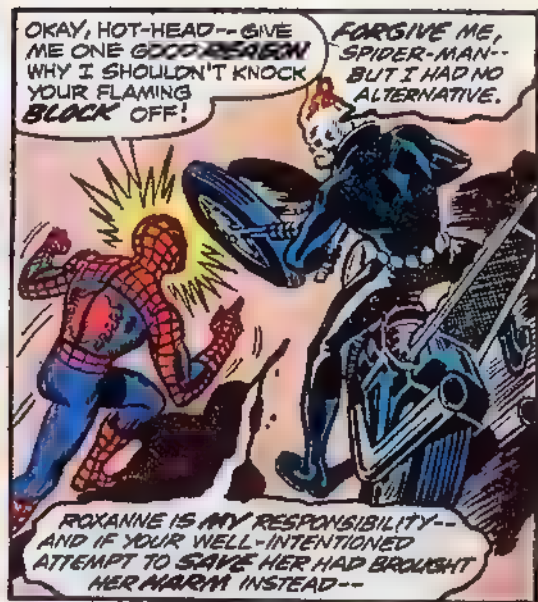
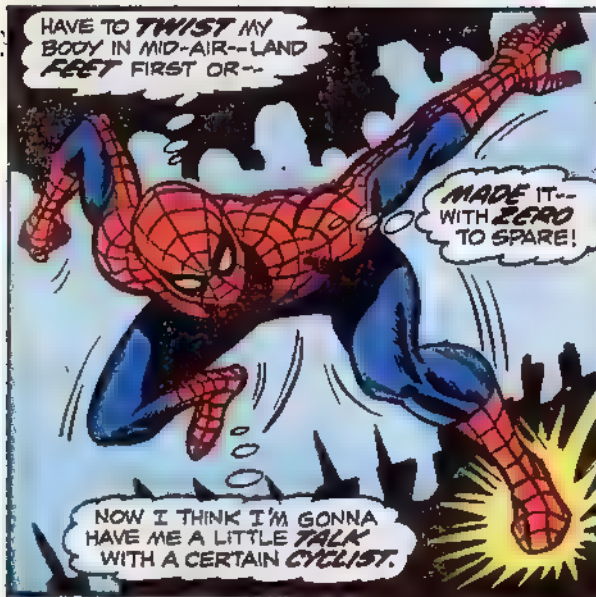
HURRY, JOHNNY-- HURRY!! YOU'VE GOT HIM NOW!

OBSERVE!











AND ON THAT DRAMATIC  
NOTE, LET US **TURN** FROM  
OUR TEAMED TWOSOME--  
AND FOCUS OUR ATTENTION  
INSTEAD UPON A DARK,  
DARK, HIDDEN CHAMBER--

--AND THE REST  
OF OUR PECULIAR  
CAST--

YOU'D BETTER  
MAKE YOURSELVES  
COMFORTABLE,  
MEN.

I EXPECT  
WE'LL BE  
HERE FOR  
A WHILE.

IN WHICH CASE, I SHOULD  
**AWAKEN** THE SIMPSON  
GIRL FROM HER **TRANCE**--

--'THOUGH IT'S  
BEEN SO BEAUTIFULLY  
**QUIET** SINCE MY  
HYPNOTIC EYE PUT  
HER TO **SLEEP**.

OH,  
WELL.

**AWAKEN,**  
ROXANNE  
SIMPSON!

MUH--?

OH--IT'S  
YOU!

WHERE AM  
I? WHY HAVE  
YOU **DONE**  
THIS TO ME?

AND WHO  
ARE YOU?

WHO AM I? YES, I SUPPOSE IT **IS**  
DIFFICULT TO **RECOGNIZE** ME  
THRU MY SPECIAL **HELMET**--


--NOT THAT  
YOU **WOULD**,  
OF COURSE.

AFTER ALL,  
YOU HAVEN'T **SEEN**  
ME SINCE YOU  
WERE AN INFANT!

MY NAME IS  
**DRAKE SHANNON**,  
ROXANNE--

--AND ONCE,  
MANY YEARS  
AGO--I WAS  
YOUR FATHER'S  
**PARTNER!**





"YOUR FATHER AND I **BEGAN** YOUR CYCLE SHOW **TOGETHER**-- BUT WITH VERY **DIFFERENT** ATTITUDES. SOON, YOUR FATHER WAS CALLING ME **RECKLESS**, A **MENACE** ON **WHEELS**; I, IN TURN, CALLED HIM A **WEAK-KNEED FOOL**!"

"THE PARTNERSHIP WAS OBVIOUSLY **DOOMED**-- BUT SINCE **NEITHER** OF US WANTED TO **SELL OUT**, WE ARRANGED THE ONLY LOGICAL **ALTERNATIVE**--

"-- A **CROSS-COUNTRY RACE** TO THE **FINISH**... **WINNER TAKE ALL!**"

**READY**, CRASH OLD SPORT? YOUR WIFE'S ABOUT TO DROP THE **GREEN FLAG**.

I'LL **WAIT** FOR YOU AT THE **FINISH LINE**.

"WE'D GOTTEN **TOGETHER** BECAUSE WE WERE THE TWO **BEST RIDERS** ON THE **CIRCUIT**--

"-- AND THAT AFTERNOON, WE **PROVED** IT!"

"FOR MILES, **NEITHER** OF US COULD GAIN AN **INCH** ON THE **OTHER**--

"-- BUT, **UNLIKE** YOUR FATHER, I WASN'T **OPPOSED** TO **ARRANGING** MY **SUCCESS**--

"I **SWERVED**-- TO **AVOID** CRASH OUT OF THE **RUNNING**--

"-- BUT THAT ISN'T EXACTLY WHAT **HAPPENED**.

"MAYBE IT WAS A **GREASE SLICK**-- A **ROCK** IN THE **ROAD**--

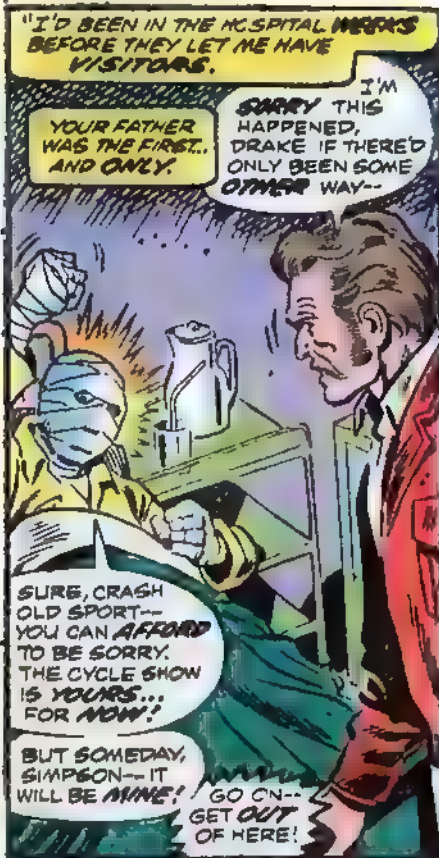
"-- BUT CRASH KEPT HIS CYCLE **STEADY**-- WHILE **MINE** SKIDDED **WILDLY** OUT OF **CONTROL**!"

"AT **95 MILES AN HOUR**, MY **MOTORCYCLE** THREW ME, **ROXANNE**--

"-- AND MY **MOMENTUM** SENT ME **SCUTTERING** ALONG THE **TARMAC** FOR MORE THAN **25 YARDS**--

"-- ON MY **FACE!**"









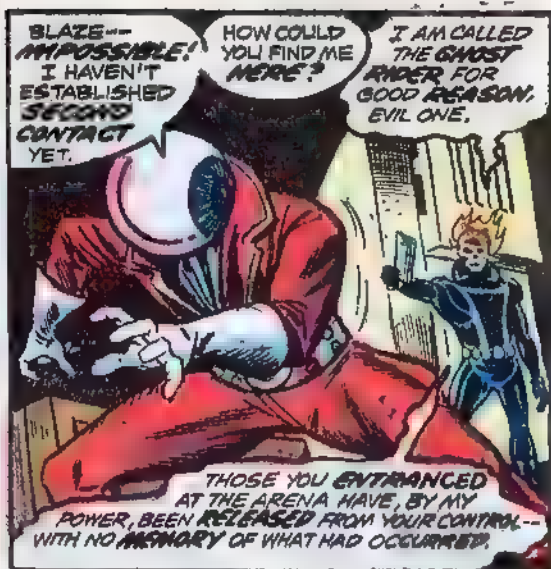
OH, YOUR *FACE*...  
IT'S HORRIBLE...  
*WARRIBLE*...

IT'S *INDEED*...

*ENOUGH,*  
FOUL  
MORTAL--  
LEAVE  
THE GIRL  
ALONE!

-- AND FOR  
TWENTY YEARS  
OF *LIVING* WITH  
IT, I'LL HAVE  
YOUR CYCLE  
SHOW--OR YOUR  
*LIFE*!

NOTHING LESS WILL  
*SATISFY* ME.

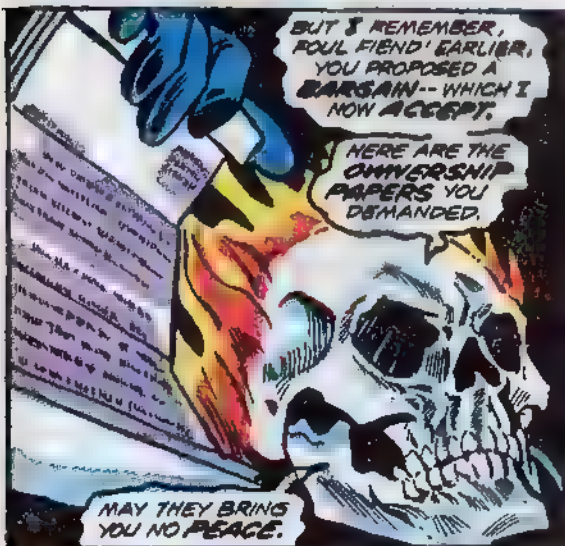


BLAZE--  
*IMPOSSIBLE!*  
I HAVEN'T  
ESTABLISHED  
SECOND  
CONTACT  
YET.

HOW COULD  
YOU FIND ME  
*HERE*?

I AM CALLED  
THE *GHOST*  
RIDER FOR  
GOOD REASON.  
EVIL ONE.

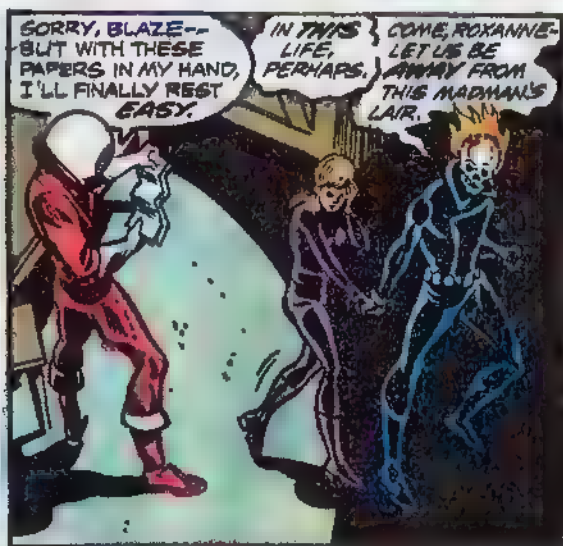
THOSE YOU *ENTRANCED*  
AT THE ARENA HAVE, BY MY  
POWER, BEEN *RELEASED* FROM YOUR CONTROL--  
WITH NO *MEMORY* OF WHAT HAD OCCURRED.



BUT I REMEMBER,  
FOUL FIEND! EARLIER,  
YOU PROPOSED A  
*BARGAIN*-- WHICH I  
NOW ACCEPT.

HERE ARE THE  
OWNERSHIP  
PAPERS YOU  
DEMANDED.

MAY THEY BRING  
YOU NO *PEACE*.



SORRY, BLAZE--  
BUT WITH THESE  
PAPERS IN MY HAND,  
I'LL FINALLY REST  
*EASY*.

IN *THIS*  
LIFE,  
PERHAPS.

COME, ROXANNE--  
LET US BE  
*AWAY* FROM  
THIS MADMAN'S  
LAIR.



AWAY? YOU  
*FOUL*-- DID YOU  
REALLY THINK  
I'D LET YOU WALK  
OUT OF HERE TO  
TELL THE AUTHOR-  
ITIES I *FORCED*  
THE PAPERS  
FROM YOU?

I SUPPOSE IT WAS  
A *FOOLISH* NOTION.

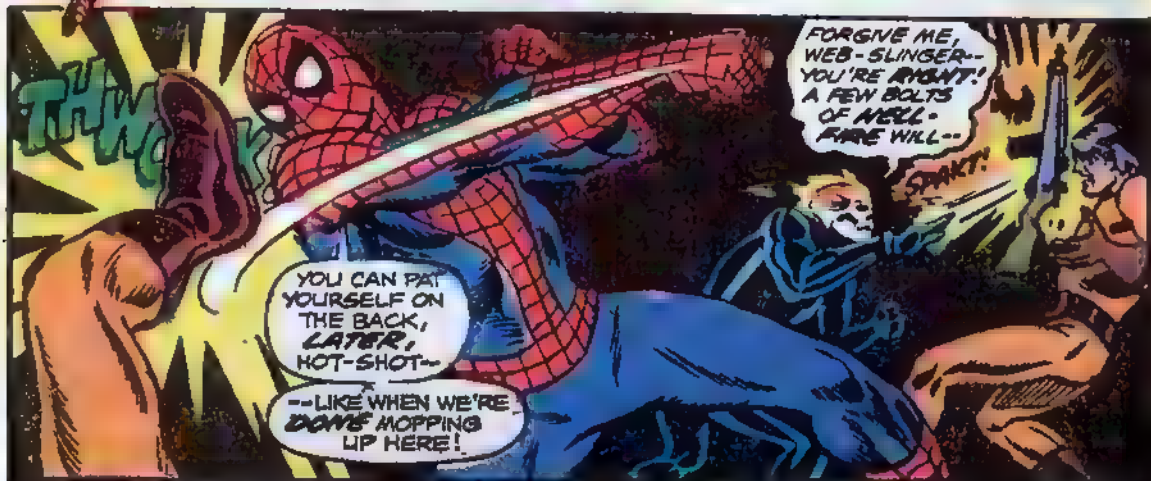
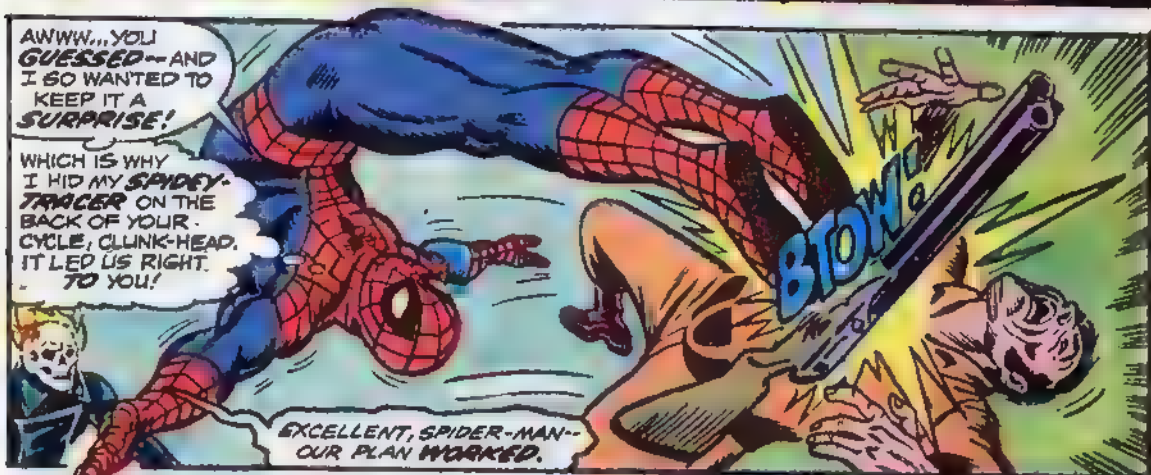
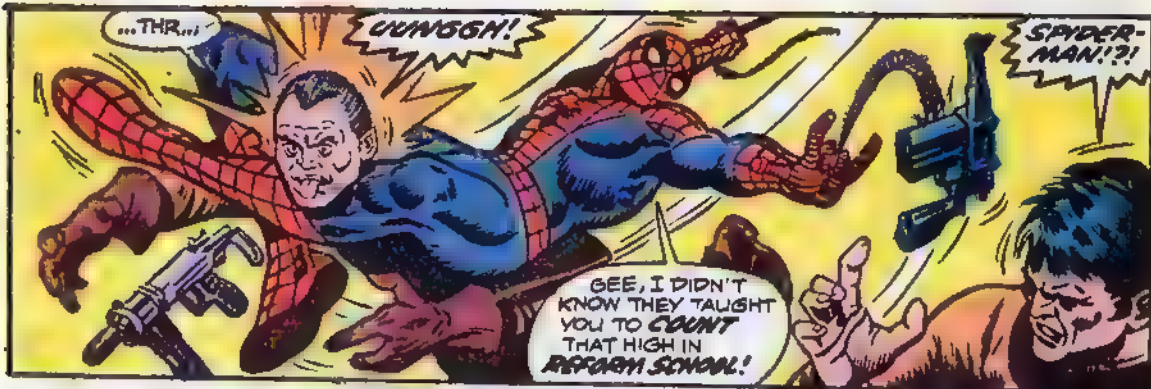


WELL, IT'S THE *CHEST* FOOLISH  
NOTION YOU EVER GONNA *HAVE*,  
FIRE-FACE!

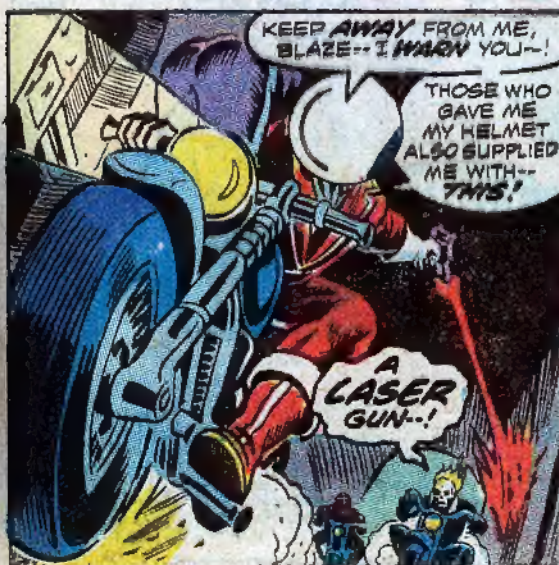
OKAY,  
FELLAS--ON  
MY COUNT--  
*OPEN*  
*FIRE*!

ONE...  
TWO..











**SUDDEN LIGHT--**  
AS A TRIO OF RAGING  
RACING MACHINES  
BURST OUT OF THE  
TUNNEL'S DARKNESS--

--AND  
ONTO  
THE  
GRITTY,  
GARBAGE-  
STEWN  
PLAT-  
FORM--

-- THEN, PAST STARTLED  
SPECTATORS, UP A LONG  
FLIGHT OF CHISELED  
MARBLE STAIRS--

-- INTO GRAND  
CENTRAL STATION!

--AND, TONIGHT, A  
BATTLEGROUND  
AS WELL-- FOR  
THREE SEEMING  
LUNATICS,  
ROARING WILDLY  
EVER ONWARD--

"CROSS-ROADS  
OF THE NATION,"  
AN OLD RADIO  
SHOW CALLED  
IT--

--AND WOE BE UNTO  
ANYTHING--OR ANY-  
ONE-- THAT STRAYS  
INTO THEIR PATH...

THE ORB HAS  
US STYMIED,  
WEB-  
SLINGER--!

AS LONG  
AS ROXANNE  
IS HIS  
CAPTIVE,  
THERE IS  
LITTLE WE  
CAN DO.

I FIGURE THERE'S  
PLENTY WE CAN  
DO-- IF OUR TIMING  
IS CORRECT.

TO COIN A CLICHÉ,  
HOT-HEAD-- "HERE'S  
MY PLAN..."

THUS, MOMENTS  
LATER, AS THE  
EYE-DOMED  
DESPERADO  
ATTEMPTS  
TO DISSUADE  
HIS RELENT-  
LESS  
PURSUERS...

STAY  
AWAY  
FROM ME,  
FOOLS--OR  
DIE!



OKAY, G.R.--  
**NOW!**

**SIMULTANE-  
OUSLY, WEBBING  
STREAM AND HELL-FIRE  
BOLT LANCE OUT--**

**--WITH CALCULATEDLY  
SUCCESSFUL RESULTS--**

**WHA--? THE  
GIRL--? THE  
FIRE-BOLT  
DISLOOSED  
MY HOLD  
ON HER--**

**--AND NOW  
SPIDER-MAN'S  
ACCURSED  
WEBBING  
PULLS HER  
FROM MY  
GRASP!**

**THEY'VE  
STOLEN  
MY EDGE.**

**DON'T WORRY YOUR  
HALLOWEEN MASK,  
GHOSTY--THE GIRL'S  
FINE--JUST A LITTLE  
SHAKEN.**

**I'LL STAY WITH HER--  
WHILE YOU TAKE CARE  
OF A CERTAIN *COUSE*  
END.**

**THANKS, WEB-SLINGER--  
I SHALL *INDEED*. OH--  
I THINK YOU DESERVE  
TO *KNOW*--**

**--I'M NOT  
WEARING  
A MASK.**

**THEN, INSTANTS AFTER,  
AS THE SPECTRAL CYCLIST  
OVERTAKES HIS FOE...**

**YOU CANNOT DESTROY  
ONE ALREADY  
BEYOND DEATH,  
VILLAIN.**

**BLAZE  
AGAIN--BUT  
THIS TIME  
I'LL  
DESTROY--**

**SHACT!**

**HUN--?  
MY PISTOL--  
TOO NOT  
TO HOLD--!**

**HAVE TO GET OUT  
OF HERE! FOR SOME  
STRANGE REASON,  
MY HYPNOTIC HELMET  
DOESN'T *MARK* ON  
BLAZE--**

**--AND WITHOUT  
MY LASER-GUN--  
OR THE GIRL AS  
HOSTAGE--*HE*  
HAS THE  
ADVANTAGE!**

**SURRENDER,  
FOOLISH MORTAL--  
YOUR SCHEMES  
ARE AT AN END.**

**YOU CANNOT HOPE  
TO *ESCAPE* ONE  
FROM THE BURNING  
REALM *BELOW*.**

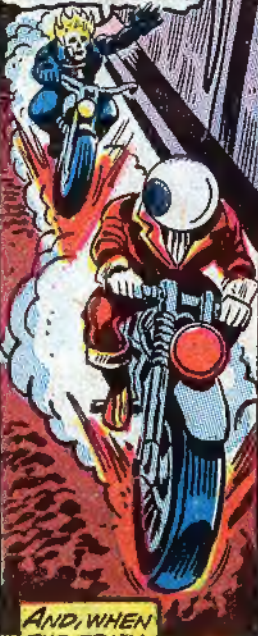
**NO-- YOU WON'T  
TAKE THOSE PAPERS  
BACK-- I WON'T  
LET YOU!**

**THE CYCLE SHOW  
IS *MINE* NOW--  
*MINE*, DO YOU  
HEAR ME?**



**FOLLOW ME TO THE ENDS OF THE EARTH IF YOU WANT-- BUT I'LL NEVER GIVE IT UP-- NEVER!!**

**YOU MADMAN-- COME BACK! DON'T YOU SEE WHAT'S AHEAD?**



**AND, WHEN THE TRAIN HAS PASSED...**

**NO SIGN OF THE ORB'S BODY BACK THERE. THE TRAIN MUST HAVE DRAGGED IT DOWN THE TUNNEL--**



**--BUT I DID FIND THESE LYING ON THE TRACK.**

**THERE'S A TRAIN IN THE TUNNEL!!**

**NO-- NO--**



**NOTHING I CAN DO TO HELP HIM NOW--**

**--AND ONLY INSTANTS TO SAVE MYSELF.**



**IF ONLY THIS TUNNEL IS HIGH ENOUGH!**

**MADE IT-- RIGHT UNDER THE WIRE.**



**BUT ANYTHING LEFT IN THE EXPRESS'S PATH IS FINISHED!**

**WHU-RASHH**

**THAT POOR, MAD FOOL! TO GO THRU ALL THAT EFFORT-- TO SACRIFICE EVERYTHING-- FOR THESE!**

**I'M ALMOST GLAD HE DIDN'T LIVE LONG ENOUGH TO FIND THESE PAPERS WERE WORTHLESS--HERE FORGERIES!**

**NO MAN SHOULD HAVE TO KNOW HE DIED FOR A MALLOW DREAM.**



**FARE YOU WELL, SPIDER-MAN. PERHAPS WE WILL MEET AGAIN.**

**I'LL LOOK FORWARD TO IT, GHOSTY.**



**WAITAMINUT-- DID HE SAY H--HE'S NOT WEARING A MASK?**

**SPIDEY, CAPTAIN MARVEL, AND A BRAND-NEW MENACE: "BEWARE THE BASILISK, MY SON!"**